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13 **UNITED STATES DISTRICT COURT**
14 **NORTHERN DISTRICT OF CALIFORNIA**
15 **SAN FRANCISCO DIVISION**

16 In re: CATHODE RAY TUBE (CRT)
17 ANTITRUST LITIGATION

Master File No. 3:07-md-05944-SC (N.D.
Cal.)

18 This Document Relates to: Individual Cases:
19 No. 13-cv-2171 (SC)

MDL No. 1917

20 *Dell Inc., et al. v. Hitachi Ltd. et al.*, No. 13-
21 cv-02171.

**DECLARATION OF DEBRA D.
BERNSTEIN IN SUPPORT OF DELL'S
OPPOSITION TO DEFENDANTS'
MOTION FOR SUMMARY JUDGMENT
WITH RESPECT TO DELL'S FOREIGN
PURCHASES UNDER THE FTAIA**

1 I, **DEBRA D. BERNSTEIN**, declare as follows:

2 1. I am a Partner with the law firm of Alston & Bird LLP, counsel for Plaintiffs Dell Inc.
 3 and Dell Products L.P. (collectively, "Dell") in the above-captioned action currently pending in the
 4 U.S. District Court for the Northern District of California. I submit this Declaration in support of
 5 Dell's Opposition to Defendants' Joint Motion for Summary Judgment with Respect to Purported
 6 Foreign Purchases Under the FTAIA.

7 2. I am a member in good standing of the State Bar of Georgia and am admitted to practice
 8 before the U.S. District Court for the Northern District of Georgia. Pursuant to the Court's Pretrial
 9 Order No. 1 in the MDL Proceeding, I have been admitted *pro hac vice* in this litigation.

10 3. Attached hereto as **Exhibit 1** is a composite exhibit consisting of true and correct copies
 11 of the Assignment Agreements between Dell Inc. and its Foreign Affiliates—Dell (China) Company
 12 Ltd., Dell (Xiamen) Company Ltd., Dell Asia Pacific Sdn Bhd, Dell Computadores Do Brasil, Dell
 13 Global BV - Singapore Branch, Dell India Private Limited, and Dell Products (Europe)—whereby
 14 Dell's Foreign Affiliates assigned all claims related to price fixing of CRTs or products containing
 15 CRTs to Dell Inc. The documents contained in Exhibit 1 were produced by Dell and bear bates
 16 numbers DELL-CRT-00095102–DELL-CRT-00095122.

17 4. Attached hereto as **Exhibit 2** is a true and correct copy of the April 15, 2014, Expert
 18 Report of Mohan Rao ("Rao Report").

19 5. Attached hereto as **Exhibit 3** is a true and correct copy of Samsung SDI Co., Ltd.'s
 20 Amended Plea Agreement entered in the *U.S. v. Samsung SDI Co., Ltd.*, Case No. 11-cr-0162 (N.D.
 21 Cal. May 17, 2011), Dkt. No. 29 ("SDI Guilty Plea").

22 6. Attached hereto as **Exhibit 4** is a true and correct copy of the Minutes of the May 20,
 23 1999 Glass Conspiracy Meeting, produced by Chunghwa bearing bates numbers CHU00029191–
 24 CHU00029194, accompanied by a certified English translation.

25 7. Attached hereto as **Exhibit 5** is a true and correct copy of the Minutes of the August 23,
 26 1999 Glass Conspiracy Meeting, produced by Chunghwa bearing bates numbers CHU00029179–
 27 CHU00029184, accompanied by a certified English translation.

1 8. Attached hereto as **Exhibit 6** are true and correct copies of portions of the Transcript of
 2 the June 2, 2014, Deposition of Dell Inc.'s and Dell Products L.P.'s Rule 30(b)(6) corporate
 3 representative Julie French.

4 9. Attached hereto as **Exhibit 7** is a true and correct copy of Dell's June 16, 2014
 5 Supplemental Responses to LGE and SDI's First Set of Interrogatories.

6 10. Attached hereto as **Exhibit 8** is a true and correct copy of the Master Purchase
 7 Agreement Between Dell Products L.P. and U.S. Philips Corporation effective October 1, 1998,
 8 produced by Dell and bearing bates numbers DELL-CRT-00095340–DELL-CRT-00095356.

9 11. Attached hereto as **Exhibit 9** is a true and correct copy of the Master Purchase
 10 Agreement Between Dell Products L.P. and Samsung Electronics Co., Ltd. executed October 16, 1998,
 11 produced by DELL and bearing bates numbers DELL-CRT-00095476–DELL-CRT-00095496.

12 12. Attached hereto as **Exhibit 10** are true and correct copies of portions of the Transcript
 13 of the December 12, 2013 Deposition of Jim Smith.

14 13. Attached hereto as **Exhibit 11** are true and correct copies of portions of the Transcript
 15 of the February 19, 2013 Deposition of Chih Chun Liu.

16 14. Attached hereto as **Exhibit 12** are true and correct copies of portions of the Transcript
 17 of the July 19, 2013 Deposition of J.K. Jung.

18 15. Attached hereto as **Exhibit 13** is a true and correct copy of a June 3, 2002 PowerPoint
 19 created by J.K. Jung titled "OEM Business Overview (esp. Dell, HP)", produced by LGE and bearing
 20 deposition exhibit number 1881.

21 16. Attached hereto as **Exhibit 14** is a true and correct copy of a Report of a February 24,
 22 1997 Glass Conspiracy meeting, produced by Chunghwa and bearing bates numbers CHU00032057–
 23 CHU00032058, accompanied by a certified English translation.

24 17. Attached hereto as **Exhibit 15** is a true and correct copy of a Report of a March 15,
 25 1999 Glass Conspiracy meeting, produced by Chunghwa and bearing bates numbers CHU00030731–
 26 CHU00030733, accompanied by a certified English translation.

27 18. Attached hereto as **Exhibit 16** is a true and correct copy of a Report of a July 2, 2004

1 Glass Conspiracy meeting, produced by Chunghwa and bearing bates numbers CHU00031254–
2 CHU00031254, accompanied by a certified English translation.

3 19. Attached hereto as **Exhibit 17** is a true and correct copy of a Report of a January 18,
4 1999 Glass Conspiracy meeting, produced by Chunghwa and bearing bates numbers CHU00030701–
5 CHU00030704, accompanied by a certified English translation.

6 20. Attached hereto as **Exhibit 18** is a true and correct copy of a Report of an August 20,
7 1999 Glass Conspiracy meeting, produced by Chunghwa and bearing bates numbers CHU0000835–
8 CHU00030838, accompanied by a certified English translation.

9 21. Attached hereto as **Exhibit 19** is a true and correct copy of a Report of a September 20,
10 1999 Glass Conspiracy meeting, produced by Chunghwa and bearing bates numbers CHU00030855–
11 CHU00030868, accompanied by a certified English translation.

12 22. Attached hereto as **Exhibit 20** is a true and correct copy of a Report of a January 24,
13 2000 Glass Conspiracy meeting, produced by Chunghwa and bearing bates numbers CHU00030960–
14 CHU00030962, accompanied by a certified English translation.

15 23. Attached hereto as **Exhibit 21** is a true and correct copy of an Internal Hitachi E-Mail
16 with a Subject: “Samsung 2/26/2001 Meeting”, produced by Hitachi bearing bates numbers HDP–
17 CRT00056186–HDP-CRT00056187, accompanied by a certified English translation.

18 24. Attached hereto as **Exhibit 22** is a true and correct copy of a July 28, 2004 document
19 titled “CDT Market Report”, produced by Chunghwa and bearing bates numbers CHU00031262–
20 CHU00031267, accompanied by a certified English translation.

21 25. Attached hereto as **Exhibit 23** is a true and correct copy of the Objections and
22 Responses by Plaintiffs Dell, Inc. and Dell Products, L.P. to Samsung SDI Mexico De C.V.’s First Set
23 of Interrogatories dated September 5, 2014.

24 26. Attached hereto as **Exhibit 24** is a true and correct copy of a Strategic Alliance
25 Agreement between Dell Computer Corporation and Samsung Electronics Co. dated March 2, 2001,
26 produced by Dell and bearing bates numbers DELL-CRT-00095593–DELL-CRT-00095608.

27 27. Attached hereto as **Exhibit 25** is a true and correct copy a Strategic Alliance Agreement
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1 between Dell Computer Corporation and Koninklijke Philips Electronics N.V. effective May 1, 2002,
2 produced by Dell and bearing bates numbers DELL-CRT-00095367-DELL-CRT-00095376.

3 28. Attached hereto as **Exhibit 26** are true and correct copies of portions of the Transcript
4 of the August 15, 2014 Deposition of Glenn Neland.

5 I declare under penalty of perjury under the laws of the United States of America that the
6 foregoing is true and correct.

7 Executed on December 22, 2014, in Atlanta, Georgia.

8 */s/ Debra D. Bernstein*
9 _____

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13 *Attorney for Plaintiffs Dell Inc. and Dell Products L.P*

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